



ENTERED
12/02/2013

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	§	Case No. 13-37200
	§	
GOLDKING HOLDINGS, LLC, <i>et al.</i> ,	§	
	§	Chapter 11
Debtors,	§	(Jointly Administered)
	§	
	§	

AGREED ORDER EXTENDING INTERIM ORDER PURSUANT TO 11 U.S.C. §§ 105, 361, 362, 363, 364 AND 507 (1) APPROVING POST-PETITION FINANCING, (2) AUTHORIZING USE OF CASH COLLATERAL, (3) GRANTING LIENS AND PROVIDING SUPERPRIORITY ADMINISTRATIVE EXPENSE STATUS, (4) GRANTING ADEQUATE PROTECTION, (5) MODIFYING AUTOMATIC STAY AND (6) SCHEDULING A FINAL HEARING

Upon consideration of the *Motion for Interim and Final Orders Pursuant to Sections 105, 361, 362, 363, 364 and 507 of the Bankruptcy Code (1) Approving Post-Petition Financing, (2) Authorizing Use of Cash Collateral, (3) Granting Liens and Providing Superpriority Administrative Expense Status, (4) Granting Adequate Protection, (5) Modifying Automatic Stay, (6) Scheduling a Final Hearing and (7) Granting Certain Related Relief with Respect to the Debtors' Hedging Obligations* (the "**DIP Motion**") originally filed in the United States Bankruptcy Court for the District of Delaware (the "**Delaware Court**") [Docket No. 11 in the Delaware Court] and the *Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507 (1) Approving Post-Petition Financing, (2) Authorizing Use of Cash Collateral, (3) Granting Liens and Providing Superpriority Administrative Expense Status, (4) Granting Adequate Protection, (5) Modifying Automatic Stay, (6) Scheduling a Final Hearing entered by the Delaware Court* (the "**Interim DIP Order**") [Docket No. 26 in the Delaware Court] and the representations of counsel for Goldking Resources, LLC, Goldking Onshore Operating, LLC, and Goldking Holdings, LLC (collectively, the "**Debtors**") and Wayzata Opportunities Fund II,

LP. (the “**Lender**”) that they have reached an agreement for the continuation of the relief sought in the DIP Motion and granted on an interim basis in the Interim DIP Order, it is hereby

ORDERED that, notwithstanding Sections 1.2 and 6.1 of the Interim DIP Order, the Interim DIP Order shall remain in full force and effect, subject to the modifications set forth herein; and it is further

ORDERED that the filing of the *Debtors’ Application for an Order, Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rules 2014-1, 2016-1, and 2016-2, (i) Authorizing the Retention of E-Spectrum Advisors LLC as Asset Sale Advisor, Nunc Pro Tunc to the Petition Date, and (ii) Waiving Certain Requirements of Local Rule 2016-2 in Connection Therewith* [Docket No. 81 in the Delaware Court] on November 19, 2013 shall be deemed to satisfy the deadline contained in Section 5.4(b) of the Ratification Agreement¹; and it is further

ORDERED that the Interim Financing Period (as defined in Section 1.2 of the Interim DIP Order) is extended until and including **December 10, 2013**; and it is further

ORDERED that the Final Hearing (as defined on page 2 of the Interim DIP Order) shall take place before the Honorable David R. Jones, United States Bankruptcy Judge, United States Courthouse, 515 Rusk Avenue, Houston, Texas 77002, on **December 10, 2013 at 1:00 p.m. Central Time**; and it is further

ORDERED that any objection by Leonard Tallerine to the DIP Motion must be in writing and state with particularity the grounds for such objection and be filed and served on counsel for the Debtors and the Lender and the Office of the United States Trustee for the Southern District of Texas (Attn: Hector Duran) no later than **5:00 p.m. Central Time on December 5, 2013**; and it is further

¹ Attached as **Exhibit B** to the DIP Motion.

ORDERED that Local Rule 9013-2 shall apply in connection with the Final Hearing and the “Day Of Exchange” of Witness Lists, Exhibit Lists, and Exhibits for the Final Hearing shall be **December 9, 2013 (noon Central Time)**, and all exhibits exchanged in connection with the Final Hearing may be exchanged electronically.

Signed: December 02, 2013.


DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

Agreed:

<p>Young Conaway Stargatt & Taylor, LLP</p> <p>Edmon L. Morton (No. 3856) Robert F. Poppiti, Jr. (No. 5052) Young Conaway Stargatt & Taylor, LLP 1000 North King Street, Rodney Square Wilmington, DE 19801 Telephone: (302) 571-6600 Facsimile: (302) 571-1253</p> <p>—and—</p> <p>Haynes and Boone, LLP</p> <p><u>/s/Patrick L. Hughes</u> Patrick L. Hughes, Texas Bar No. 10227300 Ian Peck, Texas Bar No. 24013306 Christopher L. Castillo, Texas Bar No. 24065022 Haynes and Boone, LLP 1221 McKinney Street, Suite 2100 Houston, Texas 77010 Telephone: (713) 547-2000 Facsimile: (713) 547-2600</p> <p>Counsel for the Debtors</p>	<p>Richards, Layton & Finger, P.A.</p> <p>John H. Knight Michael J. Merchant Marcos A. Ramos William A. Romanowicz Richards, Layton & Finger, P.A. 920 King Street Wilmington, Delaware 19801 (302) 651-7700 (302) 651-7701 (fax)</p> <p>—and—</p> <p>Porter Hedges LLP</p> <p><u>/s/John F. Higgins</u> John F. Higgins Whitney V. Ables Porter Hedges LLP 1000 Main Street, 36th Floor Houston, Texas 77002 (713) 226-6000 (713) 226-6248 (fax)</p> <p>Counsel to Wayzata Investment Partners, LLC and Wayzata Investment Partners Opportunities Fund II, L.P.</p>
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